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UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

In re:

Bankruptcy Case No. 19-30088 (DM)

PG&E CORPORATION,

Chapter 11

- and -

(Lead Case) (Jointly Administered)

**PACIFIC GAS AND ELECTRIC
COMPANY,**

**REORGANIZED DEBTORS'
AMENDED REPORT ON RESPONSES
TO ELEVENTH SECURITIES CLAIMS
OMNIBUS OBJECTION (CLAIMS
BARRED BY THE STATUTE OF
REPOSE) AND REQUEST FOR ORDER
BY DEFAULT AS TO UNOPPOSED
OBJECTIONS**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case,
No. 19-30088 (DM).*

Re: Dkt. No. 11014, 11197

**Resolving Objections Set for Hearing
September 14, 2021 at 10:00 a.m. (Pacific
Time)**

1 **REQUEST FOR ENTRY OF ORDER BY DEFAULT**

2 PG&E Corporation (“**PG&E Corp.**”) and Pacific Gas and Electric Company (the “**Utility**”), as
3 debtors and reorganized debtors (collectively, the “**Debtors**” or the “**Reorganized Debtors**”) in the
4 above-captioned chapter 11 cases (the “**Chapter 11 Cases**”) hereby request, pursuant to Rule 9014-
5 1(b)(4) of the Bankruptcy Local Rules for the United States District Court for the Northern District of
6 California, as made applicable to these Chapter 11 Cases by the *Second Amended Order Implementing*
7 *Certain Notice and Case Management Procedures*, entered on May 14, 2019 [Docket No. 1996], that
8 the Court enter an order by default on the *Reorganized Debtors’ Eleventh Securities Claims Omnibus*
9 *Objection (Claims Barred by the Statute of Repose)* [Docket No. 11014] (the “**Eleventh Securities**
10 **Claims Omnibus Objection**”).

11 **RELIEF REQUESTED IN THE ELEVENTH SECURITIES CLAIMS OMNIBUS OBJECTION**

12 The Eleventh Securities Claims Omnibus Objection seeks to disallow and expunge proofs of
13 claim that were filed by PG&E security holders whose claims are based exclusively on transactions in
14 debt securities that were offered more than three years before the Petition Date and are thereby barred
15 by the three-year statute of repose for claims arising under Section 11 of the Securities Act. These claims
16 are listed in Exhibit 1 to the Eleventh Securities Claims Omnibus Objection.

17 **NOTICE AND SERVICE**

18 The Reorganized Debtors filed the *Notice of Hearing on Reorganized Debtors’ Eleventh*
19 *Securities Claims Omnibus Objection (Claims Barred by the Statute of Repose)* [Docket No. 11017] (the
20 “**Notice of Hearing**”). The Eleventh Securities Claims Omnibus Objection was supported by the
21 *Declaration of Edward J. Radetich, Jr. in Support of Reorganized Debtors’ Eleventh Securities Claims*
22 *Omnibus Objection (Claims Barred by the Statute of Repose)* [Docket No. 11015] (the “**Radetich**
23 **Declaration**”). The Eleventh Securities Claims Omnibus Objection was also supported by the
24 *Declaration of Michael A. Keable in Support of Reorganized Debtors’ Eleventh Securities Claims*
25 *Omnibus Objection (Claims Barred by the Statute of Repose)* [Docket No. 11016] (the “**Keable**
26 **Declaration**”). The Eleventh Securities Claims Omnibus Objection, the Notice of Hearing, the Radetich
27 Declaration, and the Keable Declaration were served as described in the *Certificate of Service* of Liliya
28 Kulyk, filed on August 6, 2021 [Docket No. 11030] (the “**Certificate of Service**”). As further described

in the Certificate of Service, on August 3, 2021, each holder of a claim listed on Exhibit 1 to the Eleventh Securities Claims Omnibus Objection received a notice including the claim number, debtor, claim amount and priority, and the basis for Reorganized Debtors' objection with respect to the applicable claim to be disallowed and expunged.

The deadline to file responses or oppositions to the Eleventh Securities Claims Omnibus Objection has passed. The Reorganized Debtors have received the following formal and informal responses (some of which were received after the response deadline had passed):¹

Docket No.	Claimant	Claim Nos.	Resolution
11168	PGIM FI Claimants	100936, 100967, 100969, 101026, 101123, 100945, 101239, 101149, 101008, 101067, 100941, 101322, 101427	The objection to these claims has been continued to the October 19, 2021, Omnibus Hearing and these claims have been removed from Exhibit A to this Request.
11170	State of Oregon	100806, 100931	The objection to these claims has been continued to the October 19, 2021, Omnibus Hearing and these claims have been removed from Exhibit A to this Request.
11171	JIBEI Claimants	101683, 100193, 99659, 100084	The objection to these claims has been continued to the October 19, 2021, Omnibus Hearing and these claims have been removed from Exhibit A to this Request.

¹ The PGIM FI Claimants in their response to the objection (the "**PGIM FI Response**") contend that the Reorganized Debtors were somehow obligated to serve the Eleventh Securities Claims Omnibus Objection on claimants whose proofs of claim are not the subject of the objection. The Reorganized Debtors firmly disagree with this contention (which is inconsistent with the procedures order governing these omnibus objections) and have treated this omnibus objection (No. 11) the same as each of the ten previous securities omnibus objections as well as the one hundred three omnibus objections for general claims. Regardless, this contention is not relevant to claims brought by claimants that failed to respond to the Eleventh Securities Claims Omnibus Objection, all of whom were provided with notice and the full opportunity to respond to the Eleventh Securities Omnibus Objection in strict compliance with securities omnibus objection procedures [Docket No. 10015-1].

Docket No.	Claimant	Claim Nos.	Resolution
11172	Invesco Claimants	102249, 102188, 102179, 102021, 101437, 101894, 102228, 102172	The objection to these claims has been continued to the October 19, 2021, Omnibus Hearing and these claims have been removed from Exhibit A to this Request.
11177	KKR Claimants	101782, 101906, 101564, 101903, 101642, 101996	The objection to these claims has been continued to the October 19, 2021, Omnibus Hearing and these claims have been removed from Exhibit A to this Request based on the KKR Claimants' late-filed response.
11187	Hartford Claimants	100313, 100877, 101156, 101189, 101204, 101225, 101383, 101956, 101958, 101981, 102003, 102027, 102069	The objection to these claims has been continued to the October 19, 2021, Omnibus Hearing and these claims have been removed from Exhibit A to this Request based on a late filed response which is the subject of a motion to allow the late response.
11207	PepsiCo, Inc. Master Trust	98712	The Reorganized Debtors agreed to extend the Response Deadline for this claim to September 8, 2021. The objection to this claim has been continued to the October 19, 2021, Omnibus Hearing and this claim has been removed from Exhibit A to this Request.
11209	Vanguard Claimants	102343, 102344, 102457, 102566, 101946, 102309, 102518, 102572	The objection to these claims has been continued to the October 19, 2021, Omnibus Hearing and these claims have been removed from Exhibit A to this Request based on the Vanguard Claimants' late-filed joinder.

Docket No.	Claimant	Claim Nos.	Resolution
11203	AmeriTrust Claimants	103127, 103017, 104332	The objection to these claims has been continued to the October 19, 2021, Omnibus Hearing and these claims have been removed from Exhibit A to this Request based on a late filed response which is the subject of a motion to allow the late response.

DECLARATION OF NO OPPOSITION RECEIVED

The undersigned hereby declares, pursuant to 28 U.S.C. § 1746, under penalty of perjury that:

1. I am a partner with the law firm of Weil, Gotshal & Manges LLP (“**Weil**”), counsel for the Reorganized Debtors.
2. The Court’s docket in the Chapter 11 Cases has been reviewed and Weil has determined that no responses have been filed with respect to the Eleventh Securities Claims Omnibus Objection except as described herein.

WHEREFORE, the Reorganized Debtors hereby request entry of an order disallowing and expunging the proofs of claim listed in the column headed “Claims to be Disallowed/Expunged” in **Exhibit A** to this Request, which listed claims identical to those in Exhibit 1 to the Eleventh Securities Claims Omnibus Objection, except as otherwise discussed above.

Dated September 8, 2021

WEIL, GOTSHAL & MANGES LLP

KELLER BENVENUTTI KIM LLP

By: /s/ Richard W. Slack

Richard W. Slack

Attorneys for Debtors and Reorganized Debtors